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**Return of Private Foundation  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation**

OMB No. 1545-0052

**2009**Department of the Treasury  
Internal Revenue Service

Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements

**For calendar year 2009, or tax year beginning , 2009, and ending**

**G** Check all that apply: ☐ Initial return ☐ Initial Return of a former public charity ☐ Final return  
☐ Amended return ☐ Address change ☐ Name change

Use the  
IRS label.  
Otherwise,  
print  
or type.  
See Specific  
Instructions.

The Simmons Foundation  
109 N. Post Oak Lane #220  
Houston, TX 77024

**A** Employer identification number  
76-0398915

**B** Telephone number (see the instructions)  
713-580-1800

**C** If exemption application is pending, check here. ☐

**D 1** Foreign organizations, check here ☐

**2** Foreign organizations meeting the 85% test, check here and attach computation. ☐

**E** If private foundation status was terminated under section 507(b)(1)(A), check here. ☐

**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. ☐

**H** Check type of organization: ☒ Section 501(c)(3) exempt private foundation  
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

**I** Fair market value of all assets at end of year (from Part II, column (c), line 16) **J** Accounting method: ☒ Cash ☐ Accrual  
☐ Other (specify) \_\_\_\_\_

► \$ 17,051,840. (Part I, column (d) must be on cash basis.)

**Part I Analysis of Revenue and**

**Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions).)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>1</b> Contributions, gifts, grants, etc. received (att sch)				
<b>2</b> Ck ► <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
<b>3</b> Interest on savings and temporary cash investments	3,632.	3,632.	N/A	
<b>4</b> Dividends and interest from securities	390,347.	390,347.		
<b>5a</b> Gross rents				
<b>b</b> Net rental income or (loss)				
<b>6a</b> Net gain/(loss) from sale of assets not on line 10	-14,319.			
<b>b</b> Gross sales price for all assets on line 6a	5,001,074.			
<b>7</b> Capital gain net income (from Part IV, line 2)		0.		
<b>8</b> Net short-term capital gain				
<b>9</b> Income modifications				
<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less: Cost of goods sold				
<b>c</b> Gross profit/(loss) (att sch)				
<b>11</b> Other income (attach schedule)				
<b>12</b> Total. Add lines 1 through 11	379,214.	393,979.		
<b>13</b> Compensation of officers, directors, trustees, etc.	26,566.			26,566.
<b>14</b> Other employee salaries and wages	7,337.			7,337.
<b>15</b> Pension plans, employee benefits	5,333.			5,333.
<b>16a</b> Legal fees (attach schedule) See St. 2	13,909.			13,909.
<b>b</b> Accounting fees (attach sch) See St. 3	2,000.	1,000.		1,000.
<b>c</b> Other prof fees (attach sch) See St. 4	49,079.	34,079.		15,000.
<b>17</b> Interest				
<b>18</b> Taxes (attach schedule) (see instr) See Stm. 5	301.	301.		
<b>19</b> Depreciation (attach sch) and depletion				
<b>20</b> Occupancy				
<b>21</b> Travel, conferences, and meetings	1,630.	815.		815.
<b>22</b> Printing and publications				
<b>23</b> Other expenses (attach schedule) See Statement 6	4,791.	1,420.		3,371.
<b>24</b> Total operating and administrative expenses. Add lines 13 through 23	110,946.	37,615.		73,331.
<b>25</b> Contributions, gifts, grants paid. Part XV	3,246,726.			3,246,726.
<b>26</b> Total expenses and disbursements. Add lines 24 and 25	3,357,672.	37,615.		3,320,057.
<b>27</b> Subtract line 26 from line 12:				
<b>a</b> Excess of revenue over expenses and disbursements	-2,978,458.			
<b>b</b> Net investment income (if negative, enter -0-)		356,364.		
<b>c</b> Adjusted net income (if negative, enter -0-)				

REVENUE

ADMINISTRATIVE EXPENSES

SCANNED NOV 15 2010

915-16 21

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing			
	2 Savings and temporary cash investments	4,963,196.	889,950.	889,950.
	3 Accounts receivable	33,421.		
	Less: allowance for doubtful accounts	1,012,348.	33,421.	33,421.
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges		1,100.	1,100.
	10a Investments — U.S. and state government obligations (attach schedule)	1,500,803.		
	b Investments — corporate stock (attach schedule) Statement 7	7,385,684.	8,897,083.	12,868,566.
	c Investments — corporate bonds (attach schedule) Statement 8	751,633.	1,133,416.	1,139,239.
	11 Investments — land, buildings, and equipment: basis			
LIABILITIES	Less: accumulated depreciation (attach schedule)			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule) Statement 9	373,728.	2,053,964.	2,119,564.
	14 Land, buildings, and equipment: basis			
	Less: accumulated depreciation (attach schedule)			
	15 Other assets (describe)			
	16 Total assets (to be completed by all filers — see instructions. Also, see page 1, item I)	15,987,392.	13,008,934.	17,051,840.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
FUND ASSETS	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	15,987,392.	13,008,934.	
	30 Total net assets or fund balances (see the instructions)	15,987,392.	13,008,934.	
	31 Total liabilities and net assets/fund balances (see the instructions)	15,987,392.	13,008,934.	

## Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year — Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	15,987,392.
2	Enter amount from Part I, line 27a	2	-2,978,458.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	13,008,934.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	13,008,934.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)

(b) How acquired  
P — Purchase  
D — Donation(c) Date acquired  
(month, day, year)(d) Date sold  
(month, day, year)

<b>1a Sale of Marketable Securities</b>	<b>P</b>	<b>Various</b>	<b>Various</b>
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
<b>a</b> 5,001,074.		5,015,393.	-14,319.
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
<b>a</b>			-14,319.
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss).	<div style="border: 1px solid black; padding: 2px;">           If gain, also enter in Part I, line 7            If (loss), enter -0- in Part I, line 7         </div>	<b>2</b>	-14,319.
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):	<div style="border: 1px solid black; padding: 2px;">           If gain, also enter in Part I, line 8, column (c) (see the instructions). If (loss), enter -0-            in Part I, line 8         </div>	<b>3</b>	0.

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes☒ No

If 'Yes,' the foundation does not qualify under section 4940(e). Do not complete this part.

**1** Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2008	3,035,405.	23,252,388.	0.130542
2007	2,435,781.	26,763,819.	0.091010
2006	2,097,696.	25,531,912.	0.082160
2005	2,075,682.	24,752,890.	0.083856
2004	1,408,995.	13,443,263.	0.104810

<b>2</b> Total of line 1, column (d)	<b>2</b>	0.492378
<b>3</b> Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	<b>3</b>	0.098476
<b>4</b> Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	<b>4</b>	18,070,752.
<b>5</b> Multiply line 4 by line 3	<b>5</b>	1,779,535.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	3,564.
<b>7</b> Add lines 5 and 6	<b>7</b>	1,783,099.
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	3,320,057.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 — see the instructions)**

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instr.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	3,564.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	3,564.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	3,564.
6 Credits/Payments:			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a	6,828.	
b Exempt foreign organizations — tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	6,828.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,264.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <b>3,264.</b> Refunded	11	0.	

**Part VII Statements Regarding Activities**

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) <b>TX</b>		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If 'No,' attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If 'Yes,' complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses.		X

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**Part VII-A Statements Regarding Activities Continued**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address: <u>www.thesimmonsfoundation.org</u>	13	X	
14	The books are in care of <u>Rebecca C. Young</u> Telephone no. <u>713-580-1800</u> Located at <u>109 N. Post Oak Ln, Ste 220 Houston TX</u> ZIP + 4 <u>77024</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>	N/A		N/A

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

	Yes	No
1 a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1 b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1 c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
b Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see the instructions.)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If 'Yes,' did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4 b	X

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**Part VII** Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ... ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ... ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ... ☒ Yes ☐ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ... ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ... ☐ Yes ☒ No

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here. ☐c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A. ☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If 'Yes' to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ Nob If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 10		26,566.	2,017.	0.

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter 'NONE.'

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
None				

Total number of other employees paid over \$50,000

0

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services – (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		

Total number of others receiving over \$50,000 for professional services . . . . . **0****Part IX-A** Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
<b>1</b> N/A	
<b>2</b>	
<b>3</b>	
<b>4</b>	

**Part IX-B** Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
<b>1</b> N/A	
<b>2</b>	
All other program-related investments. See instructions.	
<b>3</b>	
<b>Total.</b> Add lines 1 through 3 . . . . .	<b>0.</b>

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**Part X** Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	13,145,602.
b	Average of monthly cash balances	1b	5,200,339.
c	Fair market value of all other assets (see instructions)	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	18,345,941.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	18,345,941.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	275,189.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	18,070,752.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	903,538.

**Part XI** Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	903,538.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	3,564.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,564.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	899,974.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	899,974.
6	Deduction from distributable amount (see instructions)	6	
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	899,974.

**Part XII** Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	1a	3,320,057.
b	Program-related investments — total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	3,320,057.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	3,564.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	3,316,493.

**Note:** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7 . . . . .				899,974.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only . . . . .			0.	
b Total for prior years: 20 __, 20 __, 20 __ . . . . .		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004 . . . . .	763,826.			
b From 2005 . . . . .	853,477.			
c From 2006 . . . . .	863,586.			
d From 2007 . . . . .	1,116,229.			
e From 2008 . . . . .	1,882,552.			
f Total of lines 3a through e . . . . .	5,479,670.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 3,320,057.				
a Applied to 2008, but not more than line 2a . . . . .			0.	
b Applied to undistributed income of prior years (Election required — see instructions) . . . . .		0.		
c Treated as distributions out of corpus (Election required — see instructions) . . . . .	0.			
d Applied to 2009 distributable amount . . . . .				899,974.
e Remaining amount distributed out of corpus . . . . .	2,420,083.			
5 Excess distributions carryover applied to 2009. . . . . (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .	7,899,753.			
b Prior years' undistributed income. Subtract line 4b from line 2b . . . . .		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .		0.		
d Subtract line 6c from line 6b. Taxable amount — see instructions . . . . .		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount — see instructions . . . . .			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010 . . . . .				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions) . . . . .	763,826.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a . . . . .	7,135,927.			
10 Analysis of line 9:				
a Excess from 2005 . . . . .	853,477.			
b Excess from 2006 . . . . .	863,586.			
c Excess from 2007 . . . . .	1,116,229.			
d Excess from 2008 . . . . .	1,882,552.			
e Excess from 2009 . . . . .	2,420,083.			



**Part XV** Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See attached	N/A	Public	See attached	3,246,726.
Total				3,246,726.
b Approved for future payment				
Total				

Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
		14	3,632.	
		14	390,347.	
		18	-14,319.	
		1	581.	
900099	-1,027.			
	-1,027.		380,241.	
13				379,214.

[illegible]

## **Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1	Program service revenue:					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	3,632.	
4	Dividends and interest from securities			14	390,347.	
5	Net rental income or (loss) from real estate:					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory					-14,319.
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue:					
a	Income tax refund			1	581.	
b	Partnership Income		-1,027.			
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		-1,027.		394,560.	-14,319.
13	Total. Add line 12, columns (b), (d), and (e)				13	379,214.

(See worksheet in the instructions for line 13 to verify calculations.)

## **Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes**

[illegible]



**Statement 1**  
**Form 990-PF, Part I, Line 11**  
**Other Income**

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Income tax refund. ....	\$ 581.		
Partnership Income . . . . .	-1,027.		
<b>Total</b>	<b>\$ -446.</b>	<b>0.</b>	<b>0.</b>

**Statement 2**  
**Form 990-PF, Part I, Line 16a**  
**Legal Fees**

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Legal fees- scholarship plan . . . .	\$ 13,909.			\$ 13,909.
<b>Total</b>	<b>\$ 13,909.</b>	<b>\$ 0.</b>		<b>\$ 13,909.</b>

**Statement 3**  
**Form 990-PF, Part I, Line 16b**  
**Accounting Fees**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Tax compliance . . . . .	\$ 2,000.	\$ 1,000.		\$ 1,000.
<b>Total</b>	<b>\$ 2,000.</b>	<b>\$ 1,000.</b>		<b>\$ 1,000.</b>

**Statement 4**  
**Form 990-PF, Part I, Line 16c**  
**Other Professional Fees**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment advisory fees. ....	\$ 34,079.	\$ 34,079.		
Scholarship administration . . . .	15,000.			\$ 15,000.
<b>Total</b>	<b>\$ 49,079.</b>	<b>\$ 34,079.</b>		<b>\$ 15,000.</b>



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**Statement 5**  
**Form 990-PF, Part I, Line 18**  
**Taxes**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Foreign tax...	\$ 301.	\$ 301.		
Total	<u>\$ 301.</u>	<u>\$ 301.</u>		<u>\$ 0.</u>

**Statement 6**  
**Form 990-PF, Part I, Line 23**  
**Other Expenses**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Insurance	\$ 2,100.	\$ 1,050.		\$ 1,050.
Membership fees	150.			150.
Office Expenses	741.	370.		371.
Scholarship program	1,800.			1,800.
Total	<u>\$ 4,791.</u>	<u>\$ 1,420.</u>		<u>\$ 3,371.</u>

**Statement 7**  
**Form 990-PF, Part II, Line 10b**  
**Investments - Corporate Stocks**

Corporate Stocks	Valuation Method	Book Value	Fair Market Value
Corporate Stock - see attached	Mkt Val	\$ 7,619,184.	\$ 11,791,035.
LKCM Fund	Mkt Val	1,027,852.	804,668.
Ishares Trust MSCI	Mkt Val	250,047.	272,863.
	Total	<u>\$ 8,897,083.</u>	<u>\$ 12,868,566.</u>

**Statement 8**  
**Form 990-PF, Part II, Line 10c**  
**Investments - Corporate Bonds**

Corporate Bonds	Valuation Method	Book Value	Fair Market Value
Corporate Bonds - see attached	Mkt Val	\$ 421,540.	\$ 437,091.
Pimco Total Return Fund CL	Mkt Val	711,876.	702,148.
	Total	<u>\$ 1,133,416.</u>	<u>\$ 1,139,239.</u>

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**Statement 9**  
**Form 990-PF, Part II, Line 13**  
**Investments - Other**

	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
<u>Other Investments</u>			
Double Black Diamond, Ltd.	Mkt Val	\$ 1,000,000.	\$ 1,065,600.
Overseas CAP Partners Inc.	Mkt Val	1,003,532.	1,003,532.
Condera Absolute Return Strategies	Mkt Val	50,432.	50,432.
Total		<u>\$ 2,053,964.</u>	<u>\$ 2,119,564.</u>

**Statement 10**  
**Form 990-PF, Part VIII, Line 1**  
**List of Officers, Directors, Trustees, and Key Employees**

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compen- sation</u>	<u>Contri- bution to EBP &amp; DC</u>	<u>Expense Account/ Other</u>
Linda K. May 109 N. Post Oak Lane, Ste 220 Houston, TX 77024	President 40.00	\$ 17,149.	\$ 654.	\$ 0.
Robert F. Henricksen 109 N. Post Oak Lane, Ste 220 Houston, TX 77024	Vice President 1.00	0.	0.	0.
Amanda J. Cloud 109 N. Post Oak Lane, Ste 220 Houston, TX 77024	Secretary/Treas 40.00	9,417.	1,363.	0.
Gay A. Roane 109 N. Post Oak Lane, Ste 220 Houston, TX 77024	Director 4.00	0.	0.	0.
George Grant Roane 109 N. Post Oak Lane, Ste 220 Houston, TX 77024	Director 1.00	0.	0.	0.
Total		<u>\$ 26,566.</u>	<u>\$ 2,017.</u>	<u>\$ 0.</u>

**Statement 11**  
**Form 990-PF, Part XV, Line 2a-d**  
**Application Submission Information**

Name of Grant Program:  
Name: Linda May  
Care Of: The Simmons Foundation  
Street Address: 109 N. Post Oak Lane, Ste. 220  
City, State, Zip Code: Houston, TX 77024  
Telephone:  
Form and Content: See the Foundation's website for application form and  
guidelines. [www.thesimmonsfoundation.org](http://www.thesimmonsfoundation.org)  
Submission Deadlines: None

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**Statement 11 (continued)**  
**Form 990-PF, Part XV, Line 2a-d**  
**Application Submission Information**

Restrictions on Awards:    Refer to the website above

Part II, Line 10(b) - Investments - Corporate Stock

	Book Value	FMV
300 3M Company	21,914	24,801
700 ABB Ltd.	13,747	13,370
1,520 Abbott Laboratories	56,521	82,065
555 Adobe Systems Inc.	18,375	20,413
250 Agrium Inc.	12,251	15,375
500 Anglo American PLC	7,695	10,945
190 Apple Inc	35,482	40,063
200 Arcelormittal SA Luxembourg	8,072	9,150
300 Astrazeneca PLC	13,328	14,082
600 Atlas Copco AB Sponsored ADR	6,714	7,853
2,800 Avon Products Inc.	94,354	88,200
600 AXA-UAP-Sponsored ADR	16,018	14,208
2,100 Banco Santander SA	33,197	34,524
650 Barclay's PLC-ADR	15,183	11,440
260 Baxter International Inc.	14,841	15,257
375 BOC Hong Kong Holdings Ltd	16,433	17,024
400 British American Tobacco PLC	24,994	25,864
15,000 Camden Property Trust	465,000	635,550
250 Canon Inc.-ADR New	9,741	10,580
1,800 Caterpillar Inc.	92,817	102,582
1,100 Celgene Corp	60,359	61,248
350 Central European Distr Corp	11,299	9,944
200 Central European Media Ent	6,625	4,722
1,090 Charles Schwab Corp New	20,751	20,514
1,600 ChevronTexaco Corp	94,322	123,184
2,900 Cisco Systems	68,759	69,426
1,205 Cisco Systems Inc.	27,894	28,848
220 CIT Group Inc.	5,771	6,074
960 Cognizant Technology Sol	37,050	43,488
2,700 Consolidated Edison Inc	110,993	122,661
270 CR Bard Inc.	21,003	21,033
225 CVS Caremark Corp	7,830	7,247
1,500 Danaher Corp	100,032	112,800
425 DBS Group Holdings Ltd	15,757	18,647
275 Desarrolladora Homex SA DE	10,274	9,246
1,700 Devon Energy Corp	112,860	124,950
125 Diageo PLC-Sponsored ADR	7,708	8,676
590 Dolby Laboratories Inc.	22,682	28,161
7,100 Duke Energy Corp	111,044	122,191
250 E on AG Sponsored ADR	10,380	10,441
2,100 Eli Lilly & Co	71,165	74,991
2,400 Emerson Electric Co	92,899	102,240
101,742 ExxonMobil	3,244,696	6,937,787
350 Fomento Economico Mexicano	13,052	16,758
350 France Telecom Sponsored ADR	9,273	8,834
550 Fujifilm Holdings Corp	16,143	16,483
510 Gen Probe Inc.	21,917	21,879
5,800 General Electric Co	94,308	87,754
705 Genzyme Corporation	39,491	34,552
325 Glaxosmithkline PLC	12,832	13,731
86 Google Inc.	43,503	53,318
1,500 Hewlett Packard Co	70,635	77,265
350 Honda Motor Co Ltd-ADR	10,636	11,865
3,600 Intel Corp	70,776	73,440
800 International Bus Machines	64,200	104,720

Part II, Line 10(b) - Investments - Corporate Stock

	Book Value	FMV
600 Intesa Sanpaolo SPA	15,660	16,270
60 Intuitive Surgical Inc New	15,417	18,199
1,130 Johnson & Johnson	64,346	72,783
2,000 Keppel Corp Ltd	22,860	23,448
5,000 Kroger Co	111,097	102,650
1,200 L-3 Communications Holdings	93,321	104,340
2,700 Leows Corporation	93,786	98,145
1,700 McDonalds Corp	96,948	106,148
2,700 Microsoft Corp	67,738	82,323
1,500 Mitsubishi UFJ Finl Group	7,692	7,380
80 Mitsui & Co Ltd-ADR	21,183	22,853
465 Monsanto Co	35,299	38,014
450 Mtn Group Ltd	7,584	7,205
3,000 National Bk of Greece SA	19,885	15,630
175 National Grid PLC New	8,499	9,517
635 Nestle SA Sponsored ADR	26,824	30,836
600 Nestle SA Sponsored ADR	25,338	29,137
605 Netapp Inc.	16,883	20,806
500 Nissan Motor Co Ltd	8,254	8,701
160 Northern Trust Corp	9,607	8,384
550 Novartis AG-Sponsored ADR	27,361	29,937
445 Novo Nordisk A/S ADR	27,802	28,413
200 Oil Co Lukoil-Sponsored ADR	11,185	11,240
200 Orix Corp	6,023	6,832
1,800 Parker Hannifin Corp	92,567	96,984
405 Pepsico Corp	25,639	24,624
500 Petroleo Brasileiro SA	19,534	21,195
6,700 Pfizer Inc.	112,088	121,873
370 Pharmaceutical Product Develop	8,156	8,673
1,140 Proctor & Gamble	72,110	69,118
575 Qualcomm Inc.	24,698	26,600
50 Rio Tinto PLC	8,402	10,770
250 Roche Holding Ltd	10,008	10,629
675 Royal Kpn NV	11,367	11,466
175 RWE AG-Sponsored ADR	16,124	17,131
250 Sanofi Aventis	9,115	9,818
300 Schlumberger Ltd	18,305	19,527
1,450 SEI Investments Co	27,830	25,404
525 Societe Generale	8,016	7,374
3,500 Southern Co	111,578	116,620
350 St. Jude Medical Inc.	12,684	12,873
515 State Street Corp	27,222	22,423
350 Statoilhydro ASA	7,753	8,719
450 Sterlite Industries India Ltd	7,280	8,199
560 Stryker Corp	35,872	28,207
400 Target Corp	19,358	19,348
225 Telefonica SA	18,414	18,792
250 Tenaris SA	8,781	10,663
1,325 Thompson Creek Metals Co	15,778	15,529
400 Tokio Marine Hldgs Inc.	11,295	10,870
425 Total SA	24,804	27,217
125 Toyota Motor Corp	9,694	10,520
1,000 Turkcell Iletisim Hizmetleri	17,130	17,490
550 Unilever OLC	15,713	17,545
900 United Technologies	55,420	62,469
600 Vale SA	12,245	14,892

**Part II, Line 10(b) - Investments - Corporate Stock**

	<b>Book Value</b>	<b>FMV</b>
655 Varian Medical Systems Inc.	27,023	30,687
155 Visa Inc.	10,806	13,556
1,500 Western Union Co	27,624	28,275
2,700 XTO Energy Inc.	114,259	125,631
350 Zurich Financial Services	8,307	7,669
<b>Total Corporate Stock</b>	<b>7,619,184</b>	<b>11,791,035</b>

**Part II, Line 10(c) - Investments - Corporate Bonds**

	<b>Book Value</b>	<b>FMV</b>
19,000 ADC Telecommunications Inc.	14,940	15,343
30,000 Affymetrix Inc.	24,700	26,550
17,000 Allis Chalmers Corp	14,688	16,235
28,000 American Railcar Inds Inc.	25,300	26,145
15,000 American Real Estate Partners	14,781	15,300
17,000 Brigham Exploration Co	15,453	16,958
25,650 CIT Group Inc.	18,734	22,839
15,000 Cricket Communications Inc.	14,575	15,075
38,000 Energy Conversion Devices, Inc	26,409	24,273
26,000 Ford Motor Credit Co	24,595	25,740
30,000 General Motors Acceptance Corp	24,813	27,075
31,000 International Lease Fin Corp	24,438	24,317
19,000 JA Solar Hldgs Co Ltd	14,323	14,820
16,000 Level 3 Fing Inc.	14,665	15,120
20,000 Live Nation Inc.	14,650	15,500
25,000 MetroPCS Wireles Inc.	25,369	25,313
31,000 MGM Mirage Inc	24,283	24,103
15,000 M/I Homes Inc.	14,125	14,138
16,000 Nektar Therapeutics	14,625	14,720
17,000 NII Hldgs Inc.	15,693	15,598
16,000 Royal Caribbean Cruises Ltd	15,285	15,539
28,000 Sprint Capital Corp	25,099	26,390
<b>Total Corporate Bonds</b>	<b>421,540</b>	<b>437,091</b>

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Recipient Name and Address	Program Area	Relationship to Foundation	Status of Recipient	Program Description	Amount
ACORN Institute, Inc 3333 Fannin #107 Houston, TX 77004	Civic and Community	None	509a(1)	(Program) Toward "Tax Access and Benefits Center"— providing community outreach work and free tax preparation	\$ 10,000
Albert Schweitzer Fellowship 3701 Kirby Drive, Suite 600 Houston, TX 77098	Civic and Community	None	509a(1)	(Program) Toward an effort to reduce disparities in health and healthcare by developing "leaders in service" for underserved communities who will influence others by example	6,000
American Leadership Forum 3101 Richmond Avenue, Suite 140 Houston, TX 77098	Civic and Community	None	509a(1)	(Program) Toward support for two single sector programs, criminal justice and education, to strengthen leaders in their respective fields and increase the likelihood of collaborative opportunities	15,000
Association for the Advancement of Mexican Americans 6001 Gulf Freeway Houston, TX 77024-5423	Civic and Community	None	509a(1)	(Operating) Toward supporting at-risk Latino youth and families through an array of programs that include education, adult literacy, health and human services	10,000
Bethel's Place 12525 Fondren, Suite A Houston, TX 77035	Civic and Community	None	509a(1)	(Capital) Toward building a facility that will expand social services, educational opportunities and access to healthcare in the Fondren Southwest area	20,000
Better Business Bureau Education Foundation of Metropolitan Houston 1333 W Loop South, Suite 1200 Houston, TX 77027	Civic and Community	None	509a(1)	(Program) Toward state approved, in-school financial literacy curriculum for high school students	6,000
Bridges to Life P O Box 19039 Houston, TX 77224-9039	Civic and Community	None	509a(1)	(Operating) Toward 14-week prison ministry bringing victims of violent crime into prisons to work with offenders in the hopes of reducing rates of recidivism and promoting healing for both groups	15,000
Center for Faith and Health Initiatives 14610 Wind Lawn Drive Houston, TX 77040	Civic and Community	None	509a(1)	(Operating) Toward building healthy communities by bringing critically needed health and human services to needy neighborhoods	15,000
Children at Risk 2900 Wesleyan, Suite 400 Houston, TX 77027	Civic and Community	None	509a(1)	(Operating) Toward improving the quality of life of Greater Houston's children through strategic research, public policy, analysis, community education, collaboration and advocacy	20,000
Children's Museum, Inc 1500 Binz Houston, TX 77004	Civic and Community	None	509a(1)	(Capital) Toward Capital Campaign to double museum exhibition space, expand outreach and launch Institute for Family Learning	20,000
Chinese Community Center 9800 Town Park Drive Houston, TX 77036	Civic and Community	None	509a(1)	(Capital) Toward Phase II of a \$5.1 million Capital Campaign to renovate and expand existing facility	20,000

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Recipient Name and Address	Program Area	Relationship to Foundation	Status of Recipient	Program Description	Amount
City Hall Fellows, Inc 9333 Memorial Drive #209 Houston, TX 77024	Civic and Community	None	509a(1)	(Operating) Toward a year long, post-college, non-partisan service corps to provide recent graduates intensive training in the municipal policy process and experience working inside and with local government agencies	10,000
Executive Service Corps of Houston 2630 Fountainview, Suite 428 Houston, TX 77057	Civic and Community	None	509a(1)	(Operating) Toward promoting best management practices within the nonprofit sector	10,000
Greater Houston Community Foundation c/o Greater Houston Community Foundation 770 South Post Oak Lane, Suite 525 Houston, TX 77056	Civic and Community	None	509a(1)	(Operating) Toward a professional forum for faith-based emergency service providers to strengthen their capacity	20,000
Habitat for Humanity Northwest Harris County 13572 State Highway 249 Houston, TX 77086	Civic and Community	None	509a(1)	(Program) Toward the "Women's Build" housing project-- empowering women to fundraise and build a home for a single mother in need	10,000
Harris County Public Library 8080 El Rio Street Houston, TX 77054-4195	Civic and Community	None	170 ( c ) (1)	(Program) Toward summer reading program that includes enrichment activities and give-away of books	5,000
Holocaust Museum Houston 5401 Caroline Street Houston, TX 77004	Civic and Community	None	509a(1)	(Operating) Toward programs that teach the lessons of the Holocaust and educate adults and youth about moral responsibility and the dangers of hatred, prejudice and apathy	20,000
Houston Hope 2220 Broadway Houston, TX 77012	Civic and Community	None	509a(1)	(Operating) Toward improving the quality of life in seven poor and blighted neighborhoods through a public/private partnership with the City of Houston and a collaboration of community stakeholders and city leaders	15,000
Houston Interfaith Sponsoring Committee 4141 Southwest Freeway Suite 650 Houston, TX 77027	Civic and Community	None	509a(1)	(Operating) Toward grass-roots community organizing so that people will be able to advocate effectively on behalf of their neighborhood and community	15,000
Houston Parks Board 300 North Post Oak Lane Houston, TX 77024	Civic and Community	None	509a(3)	(Operating) Toward creating, protecting and improving parkland in the city of Houston	10,000
India House P O Box 710301 Houston, TX 77071-0301	Civic and Community	None	509a(1)	(Capital) Toward construction of India House, a community center with an array of services to assist the Indo-American community and surrounding neighborhood	25,000
Jewish Community Center of Houston 5601 South Braeswood Houston, TX 77096	Civic and Community	None	509a(1)	(Operating) Toward the "RSVP Program"-- partial salary for a part-time Project Coordinator in Montgomery and Liberty Counties	10,000



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Recipient Name and Address	Program Area	Relationship to Foundation	Status of Recipient	Program Description	Amount
Jewish Family Service 4131 South Braeswood Houston, TX 77025	Civic and Community	None	509a(1)	(Program) Toward funding the Coordinator of Volunteer Services to recruit, train and manage volunteers to benefit the community	10,000
John P. McGovern Museum of Health & Medical Sciences 1515 Herman Drive Houston, TX 77004-7126	Civic and Community	None	509a(2)	(Program) Toward field trips and educational experiences that enhance health and science curricula for area schools	10,000
National Urban Fellows 102 West 38th Street, Suite 700 New York, New York 10018-3675	Civic and Community	None	509a(1)	(Operating) Toward developing leaders of all ethnic and racial backgrounds with a strong commitment to equity and social justice serving in public and private organizations	23,000
Neighborhood Centers, Inc P O Box 271389 Houston, TX 77277-1389	Civic and Community	None	509a(1)	(Capital) Toward "New Century Campaign"— a \$20 million effort to build a Gulfton Neighborhood Center, transform new and existing community centers and build the New Century Endowment to address on-going needs	25,000
Pasadena Habitat for Humanity 218 Pasadena Freeway Pasadena, TX 77506	Civic and Community	None	509a(1)	(Program) Toward purchase of five acres of land to develop a housing community for fifteen to twenty families	10,000
Progressive Forum 4826 Palmetto Bellaire, TX 77401	Civic and Community	None	509a(2)	(Operating) Toward supporting a public forum of great minds in the sciences, humanities, politics and public affairs	10,000
SPARK P O Box 1562 Houston, TX 77251	Civic and Community	None	509a(1)	(Operating) Toward a public/private effort to build parks on public school campuses to provide recreational space for students and the surrounding neighborhood	10,000
Texans Together Education Fund, Inc 411 Cavalcade Street Houston, TX 77009	Civic and Community	None	509a(1)	(Program) Toward "Pathways to Trust"— increasing community involvement and creating a resource center for residents at an Alief apartment complex	10,000
Texas One Voice 4550 Post Oak Lane #100 Houston, TX 77027	Civic and Community	None	509a(1)	(Operating) Toward a collaborative effort to speak collectively and advocate on behalf of all Texans regarding health and human services initiatives at the policy level	15,000
The Forge for Families, Inc 3150 Yellowstone Blvd Houston, TX 77054	Civic and Community	None	509a(1)	(Operating) Toward outreach programs including day care, after-school programs, counseling and life skills to families in the Third Ward	15,000
United States Conference of Catholic Bishops 18800 FM 362 Navasota, TX 77868	Civic and Community	None	509a(1)	(Capital) Toward refurbishing and expanding facilities and establishing a permanent endowment for on-going maintenance	5,000

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Voices Brealing Boundaries 3201 Allen Parkway #150 Houston, TX 77019	Civic and Community	None	509a(1)	(Operating) Toward artistic expressions from diverse populations to promote dialogue and collaboration on social justice issues	10,000
Young Men's Christian Association of the Greater Houston Area 19915 SH 249 Houston, TX 77070	Civic and Community	None	509a(2)	(Capital) Toward construction of a program building for the Cypress Creek YWCA that will serve school age children, teens and seniors	45,000
Adult Reading Center, Inc 2246 North Washington Ave Pearland, TX 77581-3473	Education	None	509a(1)	(Operating) Toward providing adult learners with free literacy instruction in Brazoria, Fort Bend, Galveston and southeastern Harris counties	15,000
American Intercontinental University 9999 Richmond Avenue Houston, TX 77042	Education	None	170(b)(1)(A)(ii)	Scholarship Program	3,334
Amigo's por vida - Friends for Life Friends for Life Public Charter School 5500 Camino Del Rey Houston, TX 77081	Education	None	509a(1)	(Capital) Toward building a pre-K-8th grade charter school campus to serve children and families in the Gulfion area	25,000
Archway Academy 6221 Main Houston, TX 77030	Education	None	509a(1)	(Operating) Toward a school that provides a sober learning environment for high school students recovering from addiction to alcohol or drugs	10,000
ArtBridge 3311 Richmond, Suite 212 Houston, TX 77098	Education	None	509a(1)	(Operating) Toward expressive arts programs that serve homeless children at local shelters	20,000
Breakthrough Houston 2401 Claremont Lane Houston, TX 77019	Education	None	509a(1)	(Operating) Toward a collaborative program that increases opportunities for motivated, at-risk middle-school students, and encourages talented high school and college students to pursue careers in education	5,000
Catholic Charities of the Archdiocese of Galveston-Houston 2900 Louisiana Street Houston, TX 77006	Education	None	509a(1)	(Program) Toward "Refugee Youth Program"-- providing afterschool and summer care for vulnerable children at the Sun Blossom Mountain Apartments	15,000
Chinquapin School, The 2615 E Wallisville Road Highlands, TX 77562-3199	Education	None	509a(1)	(Operating) Toward providing high quality, college preparatory education for two youths from low-income families during the 2009-2010 school year	20,000
Close Up Foundation 44 Canal Center Plaza 6th Floor Alexandria, Virginia 22314	Education	None	509a(1)	(Program) Toward fellowships on civic education for Houston area teachers and administrators	10,000
Cy-Fair Educational Foundation P O Box 1698 Cypress, TX 77410-1698	Education	None	509a(1)	(Program) Toward college or university scholarships for students with a significant financial need in the Cy-Fair Independent School District	10,000

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Cypress Creek Fine Art Association 6815 Cypresswood Drive Spring, TX 77379	Education	None	509a(1)	(Operating) Toward The Pearl Fincher Museum of Fine Arts, Cypress Creek, providing the Northwest Harris and South Montgomery Counties with access to fine arts and community arts education	15,000
Donorschoose, Inc 213 West 35th Street 2nd Floor East New York, New York 10001	Education	None	509a(1)	(Program) Toward an on-line marketplace where teachers describe and people fund specific projects that help provide equitable learning materials in public schools	20,000
DeVry University 11125 Equity Dr Houston, TX 77041	Education	None	170(b)(1)(A)(ii)	Scholarship Program	2,500
Friends of Montessori 901 Sue Barnett Houston, TX 77018	Education	None	509a(1)	(Program) Toward equipping classrooms with appropriate materials at three Montessori schools targeted to inner city students pre-K-14 years old	10,000
Great Expectations Foundation 717 North Grand Tahlequah, Oklahoma 77465	Education	None	509a(1)	(Operating) Toward a teaching methodology that reforms school culture by motivating and challenging students and teachers toward excellence in learning and living	10,000
Houston Baptist University 7502 Fondren Road Houston, TX 77074	Education	None	170(b)(1)(A)(ii)	Scholarship Program	12,500
Houston Center for Contemporary Craft 4848 Main Street Houston, TX 77002	Education	None	509a(1)	(Program) Toward educational outreach arts programs for underserved children in the Houston area	10,000
Houston Community College 5601 West Loop S Houston, TX 77081	Education	None	170(b)(1)(A)(ii)	Scholarship Program	14,133
Houston Community College System Foundation 3100 Main Street, MC1148 Houston, TX 77002	Education	None	509a(1)	(Program) Toward scholarships to Houston Community College that target high school graduates "in the gap" who qualify for some federal or state aid, but not enough to cover costs of tuition and fees	20,000
Houston Hispanic Forum 4635 Southwest Freeway, Suite 360 Houston, TX 77027-7193	Education	None	509a(2)	(Program) Toward "Career and Education Day"-- program consisting of seminars and exhibits to encourage middle and high school students, particularly minorities, to continue their education after high school graduation	7,500

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Linda Lorelle Scholarship Fund, Inc 7660 Woodway, Suite 210 Houston, TX 77063	Education	None	509a(1)	(Operating) Toward assisting qualified middle-of-the-road high school students by providing college scholarships, mentoring, leadership development and a job bank	10,000
Literacy Advance of Houston, Inc 2424 Wilcrest Drive, Suite 120 Houston, TX 77042	Education	None	509a(2)	(Operating) Toward expansion of literacy services for adults and families with low literacy levels so they can become productive and self-sufficient	15,000
Literacy Council of Fort Bend County 12530 Emily Court Sugar Land, TX 77478	Education	None	509a(1)	(Operating) Toward comprehensive literacy program serving adults in Fort Bend County	10,000
Main Street Theater 2540 Times Boulevard Houston, TX 77005-3225	Education	None	509a(2)	(Capital) Toward "No Place Like Home"-- capital campaign to acquire and renovate the Times Boulevard location and toward operating support during the period of the campaign	25,000
Making it Better 12438 Deep Spring Houston, TX 77077	Education	None	509a(1)	(Operating) Toward academic enrichment and leadership building after-school program for at-risk children in 1st through 7th grades in the Westside High School feeder pattern of HISD	10,000
Menil Foundation, Inc 1519 Branard Houston, TX 77006	Education	None	509a(1)	(Program) Toward "Writers in the Schools"-- a collaborative effort between the Menil Museum and WITS that works with young children as they experience art and learn how to express themselves on paper	10,000
Multicultural Education & Counseling through the Arts 1900 Kane Street Houston, TX 77007	Education	None	509a(1)	(Program) Toward "After-School Programs"-- providing year-round arts instruction to children in the First and Sixth Wards including family support services	15,000
Musiqqa, Inc 3201 Allen Parkway, Suite 150 Houston, TX 77019	Education	None	509a(1)	(Program) Toward "Around the World with Musiqqa"-- utilizing in-school curriculum and performances to educate children from disadvantaged neighborhoods and supplement the lack of arts education in schools	10,000
Nehemiah Center, Inc 5015 Fannin Houston, TX 77004	Education	None	509a(1)	(Program) Toward "Academic Enrichment Program"-- after school program serving children from low-income neighborhoods with academics and exposure to arts and culture	10,000

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Neuhaus Education Center 4433 Bissonnet Houston, TX 77401	Education	None	509a(1)	(Program) Toward "Teacher Professional Development Program"—ensuring teachers have the knowledge and skills to teach literacy so every child can become literate	15,000
New Dance Group dba Women on the Way Up c/o Lamar High School 3325 Westheimer Houston, TX 77098	Education	None	509a(1)	(Operating) Toward college scholarships and enrichment activities for low-income, minority high school girls at Lamar High School	5,000
Project GRAD P O Box 15568 Houston, Texas 77220-5568	Education	None	509a(1)	(Operating) Toward support for college access programs that increase the number of economically disadvantaged students graduating from high school and attending college	20,000
Project GRAD USA 4265 San Felipe, Suite 900 Houston, TX 77027	Education	None	509a(1)	(Operating) Toward one-time request for interim support prior to receipt of federal funding via the Higher Education Act	15,000
Protestant Episcopal Church in the United States of America 1805 West Alabama Houston, TX 77098	Education	None	509a(1)	(Operating) Toward helping low-income children and families in Neartown with after-school programs, GED classes, etc	10,000
Rhodes School, The 12822 Robert E Lee Road Houston, TX 77044	Education	None	509a(1)	(Program) Toward after school and summer programs for 200 at-risk students, ages 3-12, in northeast Harris County	15,000
Sam Houston State University PO Box 2539 Huntsville, TX 77341	Education	None	170(b)(1)(A)(ii)	Scholarship Program	2,500
Small Steps Nurturing Center 2902 Jensen Houston, TX 77026	Education	None	509a(1)	(Operating) Toward early childhood education programs for economically at-risk children and their families	20,000
Southwestern Adventist University 100 W Hillcrest Keene, Texas 76059	Education	None	170(b)(1)(A)(ii)	Scholarship Program	2,500
Stafford Houston Community College 10041 Cash Road Stafford, Texas 77477	Education	None	170(b)(1)(A)(ii)	Scholarship Program	1,663
Teach for America 4669 Southwest Freeway, Suite 600 Houston, TX 77056	Education	None	509a(1)	(Operating) Toward the recruitment, selection, training, professional development and ongoing support of 450 Houston Corps members during the upcoming school year	20,000
Texas A&M University P O Box 30015 College Station, TX 77842	Education	None	170(b)(1)(A)(ii)	Scholarship Program	5,000

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Theatre Under the Stars 800 Bagby, Suite 200 Houston, TX 77002-2525	Education	None	509a(1)	(Program) Toward using musical theatre as a way to impact low-income youth and teach important life skills	10,000
The University of Houston-Central 4800 Calhoun Road Houston, TX 77204	Education	None	170(b)(1)(A)(ii)	Scholarship Program	5,000
The University of Houston-Downtown One Main Street Houston, TX 77002	Education	None	170(b)(1)(A)(ii)	Scholarship Program	3,545
The University of Texas at San Antonio University Heights, Suite 500 One UTSA Circle San Antonio, TX 78249	Education	None	170(b)(1)(A)(ii)	Scholarship Program	7,500
The University of Texas at Dallas 800 West Campbell Road Richardson, TX 75080	Education	None	170(b)(1)(A)(ii)	Scholarship Program	2,500
University of Health Science Center at Houston at The University of Texas Health Science Center at Houston 7000 Fannin, Suite 2300 Houston, TX 77030	Education	None	170 ( c ) (1)	(Program) Toward expansion of the Texas Early Education Model (TEEM) to additional child care centers and pre-kindergarten classrooms	15,000
Urban Affairs Corp DBA Community Partners P O Box 15068 Houston, TX 77220-5068	Education	None	509a(1)	(Operating) Toward offering early childhood educational programs for children of teen mothers in the North Region of HISD	15,000
Wharton County Junior College 911 Boling Highway Wharton, Texas 77488	Education	None	170(b)(1)(A)(ii)	Scholarship Program	1,801
Women's Resource of Greater Houston 730 North Post Oak Lane Suite 204 Houston, TX 77024	Education	None	509a(1)	(Operating) Toward financial literacy seminars for women and leadership programs for young women in area high schools	15,000
World Affairs Council of Houston P O Box 920905 Houston, TX 77292-0905	Education	None	509a(1)	(Program) Toward providing educational outreach to middle schools, high schools and universities that promotes the discussion of global issues such as international politics, economics, government, geography, and world cultures	15,000
Writers in the Schools 1523 West Main Street Houston, TX 77006	Education	None	509a(1)	(Project) Toward a summer camp creative writing program for students at Kujawa Elementary School	8,000
Yampatika 925 Weiss Drive Steamboat Springs, CO 80487	Education	None	509a(2)	(Operating) Toward an Environmental Learning Center at a historic ranch for use as an educational programming destination for children and adults, residents and visitors	10,000

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Young Men's Christian Association of the Greater Houston Area 1600 Louisiana Houston, TX 77002	Education	None	509a(2)	(Program) Toward an early childhood program that helps create a "College Bound Culture" for children, parents and the community surrounding the YMCA at the Texas Medical Center	20,000
Bering Omega Community Services 1429 Hawthorne Houston, TX 77006	Health	None	509a(1)	(Operating) Toward providing health care and social services to indigent and underserved persons living with HIV/AIDS	15,000
Breath of Life Children's Center Inc 21715 Kingsland Blvd, Suite 103 Katy, TX 77450	Health	None	509a(1)	(Operating) Toward providing clinical and support services to uninsured/underinsured children in West Houston and Katy, TX	10,000
Caring for Children Foundation of Texas, Inc 901 South Central Expressway, North Bldg C Richardson, TX 75080	Health	None	509a(1)	(Program) Toward "Care Van Program" - mobile clinic offering free immunizations to children in the Houston area at community partner sites	10,000
Carole & Ronald Knst Samaritan Center of Counseling & Education 17555 El Camino Real Houston, TX 77058	Health	None	509a(2)	(Program) Toward "Counseling Assistance Program"-- providing counseling services to the community at reduced or no cost	15,000
Cenikor Foundation, Inc 4525 Glenwood Ave Deer Park, TX 77536	Health	None	509a(1)	(Operating) Toward support and treatment of those addicted to drugs and/or alcohol so they develop the skills necessary to become responsible citizens, free of substance abuse	10,000
Children's Defense Fund 4500 Bissonnet, Suite 260 Bellaire, TX 77401	Health	None	509a(1)	(Program) Toward "100% Campaign South Central"-- ensuring that every uninsured student in HISD will have access to health coverage	25,000
CHT Resource Group 1106 Clayton Lane, 410E Austin, TX 78723	Health	None	509a(1)	(Program) Toward creation of a parenting training module, geared to incarcerated women, that can be incorporated into the peer education classes currently underway in the Texas Department of Criminal Justice	18,000
Cornerstone Recovery 1901 Morse Street Houston, TX 77019	Health	None	509a(1)	(Operating) Toward behavioral health treatment for adolescents with drug and alcohol addiction and their families	10,000
Council on Alcohol & Drugs Houston, The 303 Jackson Hill Street Houston, TX 77007	Health	None	509a(1)	(Capital) Toward "Restoring Hope, Rebuilding Lives"-- campaign to build a campus and renovate existing facility to accommodate future growth	20,000
Crisis Intervention of Houston, Inc 3701 Kirby Drive Suite 540 Houston, TX 77098	Health	None	509a(1)	(Operating) Toward serving people in crisis by providing 24-hour telephone and web-based counseling, suicide prevention and intervention, links to community resources and community education	20,000

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Depression and Bipolar Support Alliance Greater Houston 3800 Buffalo Speedway, Suite 300 Houston, TX 77098-3706	Health	None	509a(1)	(Operating) Toward free support groups that assist and enhance the recovery of individuals with depression and bipolar disorder	10,000
Drugs Kill Campaign dba The Coalition of Behavioral Health Services 501 Garden Oaks Boulevard Houston, TX 77018	Health	None	509a(1)	(Program) Toward "Connecting Communities for Spring Branch Youth"—a drug prevention initiative	5,000
Eye Care for Kids Foundation 9660 Hillcroft, Suite 325 Houston, TX 77096	Health	None	509a(1)	(Operating) Toward providing free eye examinations and glasses, when appropriate, to indigent and low-income students in the greater Houston area	15,000
Family Services of Greater Houston 3815 Montrose Blvd, Suite 200 Houston, TX 77006	Health	None	509a(1)	(Program) Toward effort to provide affordable mental health counseling for single working parents and grandparents raising children	15,000
Gathering Place, Inc 5310 South Willow Drive Houston, TX 77035	Health	None	509a(1)	(Operating) Toward supportive environment for the mentally ill that focuses on individual strengths rather than limitations in order to facilitate effective life choices and encourage independent living	20,000
Good Neighbor Healthcare Center 190 Heights Blvd Houston, TX 77007	Health	None	509a(1)	(Capital) Toward multi-year funding to support relocation and enhancement of services for a new clinical facility	25,000
Healthcare for the Homeless - Houston P O Box 66690 Houston, TX 77266	Health	None	509a(1)	(Operating) Toward the promotion of health, hope and dignity in the delivery of comprehensive and accessible healthcare and outreach services to homeless men, women and children	15,000
Holy Name Passionist Retreat Center 430 Bunker Hill Road Houston, TX 77024-6399	Health	None	170 (b)(1)(A)(i)	(Operating) Toward non-denominational twelve-step retreats for men and women recovering from addictions	7,500
Houston Area Parkinson Society 2700 Southwest Freeway, Suite 296 Houston, TX 77098	Health	None	509a(1)	(Operating) Toward improving the quality of life for those affected by Parkinson's disease and their caregivers through services, education and advocacy	10,000
Houston Community Health Centers, Inc 424 Hahlo Houston, TX 77020	Health	None	509a(1)	(Operating) Toward providing accessible primary healthcare and associated medical services to uninsured and underinsured residents in Denver Harbor and the surrounding area	20,000
Houston Galveston Institute, Inc 3316 Mount Vernon Houston, TX 77006	Health	None	509a(1)	(Operating) Toward providing innovative and collaborative mental health therapy, training and research	15,000



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Houston Hospice and Palliative Care System 1905 Holcombe Blvd Houston, TX 77030-4123	Health	None	509a(1)	(Operating) Toward uncompromising, compassionate end-of-life care to patients and families	15,000
Houston-Harris County Immunization Registry, Inc P O Box 2709 Cypress, TX 77410	Health	None	509a(1)	(Operating) Toward helping to eradicate vaccine-preventable diseases through public-private partnerships, parent education and advocacy	10,000
Marathon Kids, Inc P O Box 5501 Austin, TX 78763	Health	None	509a(1)	(Program) Toward a fitness and nutrition program for K-5th graders in public, private and home schools	20,000
Mental Health America of Greater Houston 2211 Norfolk, Suite 810 Houston, TX 77098	Health	None	509a(1)	(Program) Toward Education and Training, a comprehensive, multi-faceted effort to promote mental health and improve treatment of persons living with mental illness	15,000
NAMI Gulf Coast P O Box 4096 Alvin, TX 77512	Health	None	509a(1)	(Operating) Toward support, education and referral programs for families and individuals affected by mental illness	15,000
Palmer Drug Abuse Program - Houston c/o Cabot Oil & Gas Corporation Three Memorial City Plaza 840 Gessner, Suite 1300 Houston, TX 77024	Health	None	509a(1)	(Program) Toward free, outpatient youth substance abuse recovery services to area teens and their families	10,000
Planned Parenthood of Houston & Southeast Texas, Inc 3601 Fannin Houston, TX 77004	Health	None	509a(2)	(Capital) Toward renovation of a building that permits expansion of care and services, along with increased safety for clients and staff	25,000
Recipe for Success Foundation P O Box 56405 Houston, TX 77256	Health	None	509a(1)	(Operating) Toward "Seed-to-Plate Nutrition Education" – an effort to reduce childhood obesity and improve food choices and healthy eating for at-risk elementary children, their families and the community	15,000
Ronald McDonald House 1907 Holcombe Blvd Houston, TX 77030	Health	None	509a(1)	(Operating) Toward providing a "home away from home" to the families of children undergoing treatment for cancer and other serious illnesses at hospitals within the Texas Medical Center	10,000
Rose, The 12700 N Featherwood, Ste 260 Houston, TX 77034	Health	None	509a(2)	(Capital) Toward the purchase of two SomoVu Automated Intelligent Breast Ultrasound units for the Young Women's Clinics at both Rose locations	30,000
Shalom Mobile Health Ministry 2220 Broadway Houston, TX 77012	Health	None	509a(1)	(Operating) Toward affordable, preventative and primary healthcare services uninsured/underinsured residents of Houston's East End and surrounding areas	15,000

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United States Conference of Catholic Bishops 301 Hamilton Houston, TX 77002	Health	None	509a(1)	(Operating) Toward providing medical and dental services to the low-income and uninsured of Harris and surrounding counties	25,000
Women's Fund for Health Education & Research, The 5353 West Alabama, Suite 615 Houston, TX 77056	Health	None	509a(1)	(Operating) Toward educating women and girls so that they can take control of their health through community and in school education programs	5,000
3 A Bereavement Foundation 5330 Griggs Road, #C104, Box 34 Houston, TX 77021-3756	Human Services	None	509a(1)	(Operating) Toward counseling and assistance with funerals for families with limited funds	7,500
AIDS Foundation Houston, Inc 3202 Wesleyan Annex Houston, TX 77027	Human Services	None	509a(1)	(Program) Toward "A Friendly Haven"- permanent housing for HIV+ mothers and their families	15,000
American Association of University Women P P O Box 821125 Houston, TX 77282-1125	Human Services	None	509a(1)	(Program) Toward an effort that encourages middle school girls to enroll in STEM classes and consider careers in mathematics and science	4,000
Amigos de las Americas 5618 Star Lane Houston, TX 77057	Human Services	None	509a(1)	(Operating) Toward building partnerships to empower young leaders, advance community development and strengthen multi-cultural understanding in the Americas	15,000
Angela House 425 Shane, #18 Houston, TX 77037	Human Services	None	170 (b)(1)(A)(i)	(Operating) Toward providing comprehensive support and educational programs for women after incarceration so they can lead productive and independent lives	15,000
Arc of Greater Houston, The P O Box 924168 Houston, TX 77292-4168	Human Services	None	509a(1)	(Operating) Toward advocates for better access to education, employment, housing and recreation for children and adults with cognitive, intellectual and developmental disabilities	20,000
Assistance League of Montgomery County 126 North San Jacinto Conroe, TX 77301	Human Services	None	509a(2)	(Program) Toward "Operation School Bell"- providing a school wardrobe and hygiene kit to low income children attending school in Montgomery County	15,000
AVANCE, Inc 4281 Dacoma Houston, TX 77092	Human Services	None	509a(1)	(Program) Toward enhancing parenting programs and improving child welfare through a collaboration with the Brutal Truth Project, an effort to reduce family violence	10,000
Avondale House, Inc 3737 O'Meara Houston, TX 77025	Human Services	None	509a(1)	(Operating) Toward offering residential, educational and day habilitation services to children and adults with severe autism	15,000
Bay Area Turning Point, Inc 210 South Walnut Street Webster, TX 77598-7543	Human Services	None	509a(1)	(Operating) Toward providing direct services to victims of domestic and sexual violence in the Greater Bay Area	10,000

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Big Brothers Big Sisters of Greater Houston 6437 High Star Drive Houston, TX 77074	Human Services	None	509a(1)	(Program) Toward mentoring children ages six to 18 with dependable adults who offer friendship and guidance to the most vulnerable populations	15,000
Boat People SOS 11360 Bellaire Blvd, Suite 910 Houston, TX 77072	Human Services	None	509a(1)	(Operating) Toward providing culturally appropriate supportive services to Vietnamese immigrants and refugees so they can become productive and contributing members of the greater Houston community	15,000
Boys and Girls Clubs of Greater Houston, Inc 1520 - A Airline Drive Houston, TX 77009	Human Services	None	509a(1)	(Operating) Toward after-school activities in Clubs located in at-risk neighborhoods for youth ages 7-17 so they can realize their full potential to become productive, responsible and caring citizens	15,000
Boys and Girls Harbor, Inc P O Box 848 Houston, TX 77001	Human Services	None	509a(1)	(Operating) Toward "Adopt-A-Cottage"— direct support for a Harbor home that provides residential care for children unable to live with their families due to abuse, neglect, abandonment or family hardship	20,000
Brazoria County Association for Citizens with Handicaps 120 East Hospital Drive Angleton, TX 77515	Human Services	None	509a(2)	(Program) Toward support for Early Childhood Intervention for infants, birth to three, with developmental delays or disabilities	15,000
Brenda & John H Duncan Rise School of Houston, The 8080 North Stadium Drive Houston, TX 77054	Human Services	None	509a(1)	(Operating) Toward providing early childhood education services to children with Down syndrome, other developmental disabilities and children without disabilities	25,000
Briarwood School, The 12207 Whittenton Drive Houston, TX 77077	Human Services	None	509a(1)	(Program) Toward new computers to enhance learning for children with learning disorders that include spoken and written language deficits and cognitive delays	20,000
Bridge Over Troubled Waters, Inc , The 213 West Southmore Avenue, Suite 302 Pasadena, TX 77502	Human Services	None	509a(1)	(Capital) Toward facility improvements to enhance delivery of comprehensive crisis services, education and prevention to survivors of domestic violence, sexual assault and homelessness	25,000
Camp Aranzazu 5420 FM 1781 Rockport, TX 78382-7622	Human Services	None	509a(1)	(Operating) Toward a camping experience for children and adults, ages 6-22, with chronic illness or special needs who are primarily from greater Houston and South Texas	10,000
Career and Recovery Resources, Inc 2302 Fannin, Suite 110 Houston, TX 77002	Human Services	None	509a(1)	(Capital) Toward property purchase and renovation projects to meet programmatic and facility needs, including parking	25,000

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Casa de Esperanza de los Ninos, Inc P O Box 66581 Houston, TX 77266-6581	Human Services	None	509a(1)	(Program) Toward support for stable, residential care for children, birth to six, at risk of abuse or neglect and children affected by HIV/AIDS	15,000
Cathedral Health & Outreach Ministries (CHOM) 1117 Texas Avenue Houston, TX 77002	Human Services	None	509a(2)	(Operating) Toward basic needs, healthcare, housing and legal services for the homeless, the poor and the underserved	20,000
Center for Hearing and Speech 3636 West Dallas Houston, TX 77019	Human Services	None	509a(1)	(Operating) Toward enabling children with hearing impairments to realize their full potential by teaching speaking, listening and literacy skills	20,000
Center for the Homeless, Inc 2505 Fannin Street Houston, TX 77002	Human Services	None	509a(1)	(Operating) Toward assisting homeless people and providing opportunities and resources to permit those who choose to change their lives to become productive citizens	20,000
Center Serving Persons with Mental Retardation 3550 West Dallas Houston, TX 77019	Human Services	None	509a(1)	(Program) Toward behavior and mental health services for adults with intellectual and developmental disabilities	15,000
ChildBuilders 3800 Buffalo Speedway, Ste 310 Houston, TX 77098	Human Services	None	509a(1)	(Operating) Toward expansion of research-based programs designed to prevent child abuse and promote healthy families	20,000
Christian Community Service Center P O Box 27924 Houston, TX 77227-7924	Human Services	None	509a(1)	(Program) Toward "Emergency Services Program"-- providing food, clothing and financial assistance with rent or utilities for clients in crisis	10,000
CHRISTUS Foundation for HealthCare P O Box 1919 Houston, TX 77251-1919	Human Services	None	509a(1)	(Program) Toward "Family Road"-- an effort to help participants gain access to social services, and assist them in learning practical skills that lead to independence and self-sufficiency	10,000
Coalition for the Homeless of Houston/Harris County 811 Dallas Street, Suite 920 Houston, TX 77002	Human Services	None	509a(1)	(Operating) Toward an effort to act as a catalyst to lead, develop and implement community strategies to prevent and end homelessness	15,000
Communities in Schools - Bay Area, Inc P O Box 580096 Houston, TX 77258	Human Services	None	509a(1)	(Operating) Toward providing community resources that help young people stay in school, successfully learn and prepare for life	15,000
Communities in Schools - Houston 1235 North Loop West Suite 300 Houston, TX 77008	Human Services	None	509a(1)	(Operating) Toward campus-based, dropout-prevention programs and social services for at-risk students, pre-K through high school	25,000

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Community Family Centers 7524 Ave E Houston, TX 77012	Human Services	None	509a(1)	(Program) Toward ESL and GED programs for low-income adults and children in the primarily Hispanic East End	10,000
Community of the Streets Outreach Corporation 3401 Fannin Street Houston, TX 77004	Human Services	None	509a(1)	(Operating) Toward the provision of basic and essential services for the homeless and the economically and socially disadvantaged	15,000
Covenant House Texas 1111 Lovett Blvd Houston, TX 77006	Human Services	None	509a(1)	(Operating) Toward providing shelter and a range of services to children and youth who are homeless or at great risk	12,500
Daya, Inc 9703 Richmond Ave, Suite 102 Houston, TX 77042	Human Services	None	509a(1)	(Program) Toward community education to counter domestic abuse and sexual assault in the South Asian community that includes economic empowerment, legal services and a teen initiative	20,000
Depelchin Children's Center 4950 Memorial Drive Houston, TX 77007	Human Services	None	509a(1)	(Program) Toward "No Kidding Straight Talk from Teen Parents"-- training teen parents to teach their peers through interactive presentations regarding parenting and the legal aspects of parenthood and paternity	20,000
Dress for Success Houston 3915 Dacoma, Suite A Houston, TX 77092	Human Services	None	509a(1)	(Program) Toward the "Professional Women's Group"-- a support and educational effort to prepare women for the workplace so they can become independent and self-sufficient	15,000
East Fort Bend Human Needs Ministry 425 Stafford Run Road Stafford, TX 77497-1611	Human Services	None	509a(1)	(Capitol) Toward the construction of a new facility for the Food Pantry, the renovation of an existing building for client services and an improved Resale Shop	25,000
Educational Programs Inspiring Communities, Inc 6717 Stubner Airline Road, Suite 207 Houston, TX 77091	Human Services	None	509a(1)	(Operating) Toward promoting structured independence for the developmentally disabled through education, training, housing and employment	15,000
Epilepsy Foundation Southeast Texas 2630 Fountainview, Suite 210 Houston, TX 77057	Human Services	None	509a(2)	(Program) Toward "Camp Spike 'n' Wave"-- week long residential summer camp experience for children with epilepsy ages eight to 14	10,000
Episcopal Community Health Outreach Services 9600 South Gessner, Bldg E Houston, TX 77071	Human Services	None	509a(1)	(Operating) Toward health and welfare that includes medical screenings, ESL and GED classes and life skills for clients who need assistance in accessing services and learning job skills	15,000

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Foundation for the School for Young Children 3838 Garrott Street Houston, TX 77006	Human Services	None	509a(1)	(Program) Toward training for faculty and diagnosticians to develop new skills, purchase necessary instruments and provide support workshops for parents	7,500
Genesys Works 601 Jefferson, Suite 3760 Houston, TX 77002	Human Services	None	509a(1)	(Operating) Toward providing low-income high school students with training and real-work experience that will help them become successful, independent and self-sufficient	15,000
Girls Incorporated of Greater Houston 1235 N Loop West, Suite 914 Houston, TX 77008	Human Services	None	509a(1)	(Operating) Toward building capacity for girls to develop confidence, economic independence and personal fulfillment, while growing toward responsible adulthood	10,000
Harris County Precinct One Street Olympics, Inc 3815 Cavalcade Street Houston, TX 77026	Human Services	None	509a(1)	(Program) Toward the "Cafe at Finnigan Park"-- summer program combining nutritional support and education with art exposure for youth ages 15-18 years old in Harris County's Precinct 1	10,000
Healthy Family Initiatives 7500 Beechnut, Suite 366 Houston, TX 77074	Human Services	None	509a(1)	(Operating) Toward prevention programs that ensure healthy families and children by developing positive parenting skills that reduce incidents of abuse and neglect	20,000
Homeless Youth Network of Houston/Harris County, TX 2525 Murworth Houston, TX 77054	Human Services	None	509a(1)	(Operating) Toward expansion of programs to coordinate homeless youth services in greater Houston	10,000
Hope Foundation for Retarded Children, Inc 15403 Hope Village Road Friendswood, TX 77546	Human Services	None	509a(2)	(Program) Toward outdoor learning area providing opportunities for play therapy and the promotion of physical, social and cognitive development among adults and children with intellectual disabilities	10,000
Houston Achievement Place 245 W 17th Street Houston, TX 77008	Human Services	None	509a(1)	(Program) Toward "Project CLASS"-- an interactive method of teaching children appropriate social skills so they are ready to learn	25,000
Houston Area Respite Center 6856 Bellaire Blvd Houston, TX 77074	Human Services	None	509a(1)	(Program) Toward weekly respite for caregivers and therapeutic activities for their children and youth with autism and other mental challenges or handicapping conditions	10,000
Houston Compass, Inc 1117 Texas Avenue Houston, TX 77002	Human Services	None	509a(1)	(Operating) Toward assisting disadvantaged and unemployed people to gain control over their lives by helping them obtain appropriate documentation, jobs, transportation and legal assistance	15,000

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Houston Food Bank The Herzstein Center 3811 Eastex Freeway Houston, TX 77026	Human Services	None	509a(1)	(Capital) Toward "Because Hunger Can't Wait"-- campaign to secure a new central warehouse large enough to accommodate existing demand along with growth	45,000
Houston Rescue and Restore Coalition 2002 South Wayside Drive, Suite 220 Houston, TX 77023	Human Services	None	509a(1)	(Operating) Toward efforts to combat the surge of human trafficking in the greater Houston area through education and advocacy	20,000
Humble Area Assistance Ministries 1302 First Street Humble, TX 77338	Human Services	None	509a(1)	(Program) Toward case manager's salary for a Self-Sufficiency effort -- offering support for families living in poverty and the opportunity to break the cycle of poverty to lead independent lives	10,000
Initiatives for Children, Inc 3800 Buffalo Speedway, Suite 300 Houston, TX 77098	Human Services	None	509a(2)	(Program) Toward "Baby Basics"-- a health literacy effort to improve outcomes for pregnant women and their newborns, along with a parenting component that empowers parents to advocate for their children	25,000
Interfaith CarePartners 701 N Post Oak Road, Suite 701 Houston, TX 77024	Human Services	None	509a(1)	(Operating) Toward providing volunteer caregiving for frail older adults, adults with dementia and respite for parents of ill children	15,000
Interfaith Caring Ministries, Inc 631 FM 270 League City, TX 77573	Human Services	None	509a(1)	(Operating) Toward services that assist clients with basic needs and help them achieve self-sufficiency	15,000
Interfaith Ministries for Greater Houston 3217 Montrose Boulevard Houston, TX 77006	Human Services	None	509a(2)	(Program) Toward providing nutritious, fully prepared meals and/or supplemental groceries to 20 seniors in their own homes for one year	20,000
Joy Development School One Chelsea Boulevard Houston, TX 77006	Human Services	None	509a(1)	(Operating) Toward preparing students with learning differences to return to traditional classroom settings	15,000
Julia C Hester House, Inc 2020 SoHo Street Houston, TX 77020	Human Services	None	509a(1)	(Program) Toward a youth services program that encourages academic achievement and builds good character in an effort to enable youth to become productive members of society	15,000
Katy Christian Ministries 5011 East Fifth Street Katy, TX 77493	Human Services	None	509a(2)	(Operating) Toward providing basic social services to those in need in Katy and West Houston	10,000
Local Infant Formula for Emergencies (LIFE) 2002 South Wayside Drive Suite 113 Houston, TX 77023	Human Services	None	509a(1)	(Operating) Toward "Food for Hungry Babies"-- providing emergency formula and information on infant nutrition	8,000

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Mentors of Hope of Houston P O Box 742383 Houston, TX 77074	Human Services	None	509a(1)	(Program) Toward mentoring high school students from at-risk neighborhoods surrounding Lee High School	5,000
Mission of Yahweh, The 10247 Algiers Road Houston, TX 77041	Human Services	None	509a(1)	(Operating) Toward providing emergency and transitional housing, shelter and mental health counseling for homeless women and children	15,000
Monarch School, The 2815 Rosefield Drive Houston, TX 77055	Human Services	None	509a(1)	(Capital) Toward building a new campus that will include classrooms, space for the Life Academy, Learning Center, Diagnostic Clinic and administrative offices	20,000
Montgomery County Women's Center 1600 Lake Front Circle, Suite 100 The Woodlands, TX 77380	Human Services	None	509a(1)	(Capital) Toward "Reaching Pines"-- a 24-unit transitional supportive housing community for survivors of domestic violence and their children	25,000
My Brother's Keeper Outreach Center P O Box 722385 Houston, TX 77272-2385	Human Services	None	509a(1)	(Operating) Toward providing basic needs such as clothing, food and financial assistance to those in need in the Alief area	15,000
Neighborhood Centers, Inc Fiscal Agent Neighborhood Centers, Inc 4500 Bissonnet Bellaire, TX 77401	Human Services	None	509a(1)	(Operating) Toward creating a central mentoring resource that will increase the reach and quality of youth mentoring services	15,000
New Hope Housing, Inc 1117 Texas Avenue Houston, TX 77002	Human Services	None	509a(1)	(Operating) Toward Single Room Occupancy (SRO) housing and supportive services for the formerly homeless and the working poor	25,000
Northwest Assistance Ministries 15555 Kuykendahl Road Houston, TX 77090-3651	Human Services	None	509a(1)	(Operating) Toward providing basic social services to those in need in northwest Harris County	20,000
Northwest Assistance Ministries 15555 Kuykendahl Road Houston, TX 77090-3651	Human Services	None	509a(1)	(Operating) Toward emergency grant to assist with expenses related to Hurricane Ike	10,000
Oasis Institute c/o The Oasis Institute 7710 Carondelet Avenue Suite 125 St Louis, Missouri 63105	Human Services	None	509a(1)	(Operating) Toward evidence-based health programs delivered throughout the community to older adults through the Houston Healthy Lives Partnership	10,000
Open Door Mission Foundation, The 5803 Harnsburg Houston, TX 77011-4323	Human Services	None	509a(1)	(Operating) Toward serving homeless men with shelter and programs that enable them to live productive and meaningful lives	10,000
Parents Alliance, Inc P O Box 941117 Houston, TX 77094-8117	Human Services	None	509a(1)	(Operating) Toward on-line distance learning for Hispanic parents so they can be active participants in the life, support and education of their children	15,000
Parish School, The 11001 Hammerly Blvd Houston, TX 77043	Human Services	None	509a(1)	(Program) Toward providing specialized, research-based teacher training for children with language and learning differences	15,000



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Partners for Harris County Children, Inc 2223 West Loop South, Suite 126 Houston, TX 77027	Human Services	None	509a(1)	(Program) Toward "BEAR Necessities" - providing necessary emergency items for children, infants to teens, who have been removed from the family and are under the care of CPS	15,000
Prison Entrepreneurship P O Box 926274 Houston, TX 77292	Human Services	None	509a(1)	(Operating) Toward connecting inmates with executives, MBA students and others through education, mentoring and other services so they can make a successful transition into the free world	20,000
Pro-Vision, Inc 4590 Wilmington Houston, TX 77051	Human Services	None	509a(1)	(Operating) Toward support for an HISD all male charter middle school, with Manhood Development and Job Enterprise Academies targeted at high- risk, disadvantaged males, ages 10-18	25,000
REACH Unlimited, Inc 12777 Jones Road, Suite 103 Houston, TX 77070	Human Services	None	509a(2)	(Program) Toward serving adults with mental retardation in a learning activity center	15,000
Resolve It, Inc 817 Clear Lake Road, Suite 2C Kemah, TX 77565	Human Services	None	509a(1)	(Operating) Toward intervention and support to at-risk youth, while encouraging personal responsibility and accountability	10,000
River Performing and Visual Arts Center 1475 West Gray Houston, TX 77019	Human Services	None	509a(1)	(Operating) Toward accessible, affordable fine arts education for special children, 2-19, with disabilities, chronic illnesses or who are economically disadvantaged	10,000
Sewa International USA 8731 Rocky Valley Drive Houston, TX 77083	Human Services	None	509a(2)	(Operating) Toward resettlement efforts, support and assistance to Bhutanese refugees	10,000
SHAPE Community Center P, O Box 8428 Houston, TX 77288-8428	Human Services	None	509a(1)	(Operating) Toward programs and activities that improve the quality of life for children, families and elders in the Third Ward and surrounding community	15,000
Sheltering Arms Senior Services 3838 Aberdeen Way Houston, TX 77025	Human Services	None	509a(1)	(Operating) Toward providing appropriate services that are dedicated to the health and well-being of older adults and their family care-givers	10,000
Southeast Area Ministries P O Box 267 South Houston, TX 77587-0267	Human Services	None	509a(1)	(Operating) Toward providing emergency and temporary services to families in crisis in the Southeast and Hobby areas of Houston	10,000
Spaulding for Children 8582 Katy Freeway, Suite 100 Houston, TX 77024	Human Services	None	509a(1)	(Program) Toward "Houston Adoption Program"-- providing permanent homes for abused, neglected and abandoned children	15,000

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Star of Hope Mission 6897 Ardmore Street Houston, TX 77054	Human Services	None	509a(1)	(Program) Toward the "Children's Critical Care Fund"-- supporting basic needs and essential services for children staying at the Mission	15,000
Taping for the Blind, Inc 3935 Essex Lane Houston, TX 77027	Human Services	None	509a(2)	(Operating) Toward providing accessibility to everyday information and specialized materials through radio reading, custom recording and audio description for those with visual or physical impairments	10,000
Techs & Trainers 5933 Bellaire #111 Houston, TX 77081-5535	Human Services	None	509a(1)	(Operating) Toward providing employment and computer training to disabled individuals and low cost computers to seniors, the disabled and low-income families	2,500
Texas Camp Good News 1225 Texas Avenue Houston, TX 77002	Human Services	None	509a(1)	(Operating) Toward "Camp Good News" -- a safe, healing and enjoyable camping experience for children 10-15 who have incarcerated parents	5,000
Texas Hearing and Service Dogs 4803 Rutherglen Austin, TX 78749-3744	Human Services	None	509a(1)	(Operating) Toward the salary of two apprentice trainers for program providing adults with disabilities the use of a hearing or service dog	20,000
The Brilliant Lecture Series, Inc 2400 Augusta Drive, Suite 245 Houston, TX 77057	Human Services	None	509a(1)	(Operating) Toward providing students with opportunities for direct, interactive learning and conversation with national and international leaders from business, the arts, science, etc	7,500
The Seniors Place, Inc 2714 Joanel Houston, TX 77027	Human Services	None	509a(1)	(Operating) Toward a safe, nurturing program with therapeutic activities for older adults with mild to moderate memory loss, while offering respite, education and support to their families	20,000
The Westview School, Inc 1900 Kersten Drive Houston, TX 77043	Human Services	None	509a(1)	(Operating) Toward maintaining affordable education services for children with Autism Spectrum Disorders (Operating) Toward developing leadership and life skills in low-income youth through a series of outdoor education/environmental awareness programs at wilderness sites across the country	10,000
The Woods Project, Inc 6 Sleepy Oaks Houston, TX 77024	Human Services	None	509a(1)		10,000
United Cerebral Palsy of Greater Houston, Inc 4500 Bissonnet, Suite 340 Bellaire, TX 77401-3006	Human Services	None	509a(1)	(Program) Toward "High School/High Tech"-- learning experiences that encourage students with disabilities to explore the fields of science, engineering and technology	10,000

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University of Houston - Parent Education Project University of Houston (SSC 210) Houston, TX 77204-3025	Human Services	None	170(b)(1)(A)(ii) /170(b)(1)(A)(v) )	(Operating) Toward support and assistance for relatives raising kin children, and training for students in the UH Graduate College of Social Work	10,000
Volunteer Interfaith Caregivers-VIC-SW 5001 Bellaire Blvd Houston, TX 77401	Human Services	None	509a(1)	(Operating) Toward improving the health and quality of life the frail and elderly in SW Houston and Ft Bent County	10,000
Waymaker Life Strategies, Inc P O Box 14971 Houston, TX 77221	Human Services	None	509a(1)	(Program) Toward the Children's Defense Fund Freedom School's summer literacy and enrichment program for at-risk youth and families in the Sunnyside area	20,000
Westside Homeless Partnership 9610 Long Point Road, Ste 110 Houston, TX 77055	Human Services	None	509a(1)	(Operating) Toward transitional housing and case management for one homeless family over a two year period in Spring Branch	15,000
WOMAN, Inc P O Box 571898 Houston, TX 77257-1898	Human Services	None	509a(1)	(Operating) Toward affordable housing and supportive services for women leaving abusive situations, and toward rebuilding after damages associated with Hurricane Ike	20,000
Women's Home, The 607 Westheimer Houston, TX 77006-3915	Human Services	None	509a(2)	(Program) Toward "WholeLife Residential Program"— psychiatric services, chemical dependency care and other supportive services that help women in crisis become independent and self-sufficient	15,000
Woodlands Religious Community, Inc 4242 Woodrush Drive The Woodlands, TX 77381	Human Services	None	509a(1)	(Program) Toward "Family Services Department"— providing crisis assistance to families in need in The Woodlands and South Montgomery County	10,000
Workshop Houston P O Box 88365 Houston, TX 77288	Human Services	None	509a(1)	(Operating) Toward after school and summer programs for youth in Houston's Third Ward	25,000
Zina Garrison All Court Tennis Academy 12335 Kingsride #106 Houston, TX 77024	Human Services	None	509a(1)	(Operating) Toward tennis program that teaches life skills, promotes community service, strengthens educational opportunities and provides positive role models	15,000
Conference of Southwest Fdns 624 N Good-Lattimer Expressway Dallas, TX 75204	Other	None	509a(2)	Annual Membership Contribution	1,750
2009 Total					<u>\$ 3,246,726</u>